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THE **EVOLUTION** OF THE MARVEL UNIVERSE BEGINS HERE!

MARVEL
COMICS



**UNIVERSAL
CONSLAUGHT**

CONSLAUGHT

PROLOG

FORTY-FIVE MINUTES
FROM NOW

ALEX?!

KURT?

SEAN?

CABLE...
ANYONE?!

THE MANSION HAS SUSTAINED MASSIVE DAMAGE. I DON'T EVEN KNOW IF THIS TRANSMISSION IS BEING RECEIVED.

IF YOU CAN HEAR ME -- YOU NEED TO KNOW WHAT HAPPENED HERE.

THE X-MEN HAVE BEEN HIT HARD... WORSE, WE WERE TAKEN TOTALLY UNAWARE.

BOTH TEAMS -- BLUE AND GOLD -- HAVE BEEN DECIMATED!

IF YOU RESPOND TO THIS DISTRESS CALL, BE ADVISED THAT MANSION SECURITY HAS BEEN DEACTIVATED FROM WITHIN!

AS HARD AS IT IS FOR ME TO SAY THIS... YOU NEED TO KNOW... WE'VE BEEN BETRAYED... BY ONE OF OUR OWN!

INCREDIBLE AS IT SOUNDS... PROFESSOR XAVIER... HAS GONE INSANE.

THE MOST POWERFUL PSI ON THE PLANET IS NO LONGER IN CONTROL OF HIS MUTANT ABILITY!

AS NEAR AS I CAN TELL... JUGGERNAUT... WAS THE FIRST TO DIE.

I'M THE ONLY ONE LEFT STANDING WHO CAN MAKE THIS MESSAGE... AND HE'S SEEN TO IT THAT MY POWER'S NEGATED.

IT'S OUR OWN FAULT, REALLY... AFTER WHAT I SAW IN HIS MIND...

... WE SHOULD NEVER HAVE TRUSTED THAT THERE WERE NO AFTER-EFFECTS FROM PROFESSOR XAVIER SHUTTING DOWN MAGNETO'S MIND!®

WE KNEW SO LITTLE ABOUT THE PSIONIC DAMAGE THAT WOULD RESULT FROM --

WAIT! I... SENSE...

... HE'S HERE.

BRBAM!

YOU?

OF
COURSE,
CHILD.

DID
YOU TRULY
BELIEVE, EVEN FOR
AN INSTANT, THAT
YOU WOULD ESCAPE
THE SAME FATE
WHICH BEFELL THE
REST OF YOUR
TEAM?

I DON'T
BELIEVE
YOU -- I CAN'T
BELIEVE
YOU!



YOU
MAY HAVE
KILLED THE
X-MEN...

... BUT THE
DREAM WILL
NEVER...!



... DIE!

ON THE
CONTRARY,
JEAN GREY-
SUMMERS.

BRRRZZATZ!

THE
DREAM IS
DEAD.

TRAITOR TO THE CAUSE

SCOTT AND MARK ADAM AND DAN PASCUAL AND ART
LOBBELL WAID KUBERT GREEN FERRY THIBERT

STORY

ART

ART ASSISTS

RICHARD STARKINGS COMICRAFT LETTERING STEVE BUCCELLATO AND TEAM BUCCE! COLOR ART

BOB
HARRAS
EDITOR
IN CHIEF

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NOW.

THE SIGN OUT FRONT
READS "THE XAVIER
INSTITUTE FOR HIGHER
LEARNING."

THE WORLD AT LARGE
CONSIDERS THIS PRIVATE
ESTATE IN WESTCHESTER
SOMETHING OF A THINK
TANK --

-- DEDICATED
TO THE STUDY
OF GENETICS.

MORE SPECIFICALLY,
MUTATIONS...

... THAT RARE TWIST OF DNA
THAT CAN TURN A NORMAL
HUMAN INTO A BEING WITH
FANTASTIC POWER.

BUT THAT'S
ONLY PARTIALLY
THE CASE.



THIS PLACE
IS ALSO A
RESIDENCE

A HOME.

A SANCTUARY, AS WELL
AS A HEADQUARTERS
FOR THE MUTANTS
KNOWN AS THE X-MEN.

IT ALL BEGAN
WITH THIS MAN.



PROFESSOR CHARLES
FRANCIS XAVIER...

... A MUTANT POSSESSED
OF THE MOST POWERFUL
MIND ON THE PLANET.

A MAN BRAVE
ENOUGH TO
LIVE BY THE
STRENGTH OF HIS
CONVICTIONS.



"ANY-
THING WORTH
HAVING..."

"... IS
WORTH
FIGHTING
FOR."



THOSE WERE THE
WORDS -- WEREN'T
THEY, ERIK?

BUT
WE WERE
YOUNG
THEN.

IDEALISTIC.



STUPID!

WE
THOUGHT WE
WERE GOING TO
CHANGE THE
WORLD, YOU
AND I!

INSTEAD...



... THE
WORLD
CHANGED
US.

AND AS THE FLAME AND
SMOKE RISE TO ENVELOP
AND CONSUME THE PAST --

-- SO TOO DO PROFESSOR XAVIER'S THOUGHTS REACH OUT ACROSS THE GROUNDS TO CONNECT WITH...

ROBERT DRAKE,
ICEMAN

GAM GUTHRIE,
CANNONBALL

DR. HENRY MCCOY,
THE BEAST

LOGAN,
WOLVERINE

REMY LEBEAU,
GAMBIT

ORORO MUNROE,
STORM

BISHOP

SCOTT SUMMERS,
CYCLOPS

JEAN GREY-SUMMERS,
PHOENIX

COME
TO ME, MY
FORMER
STUDENTS.

COME
TO ME...



... MY X-MEN.

WHAT'S UP, SIR?

WE WERE SEARCHIN' THE GROUNDS FOR THE JUGGERNAUT LIKE YA TOLD US TO...

... SO WHY CALL OFF THE SEARCH?

AS I HAVE EXPLAINED, THE THREAT POSED BY MY STEP-BROTHER HAS BEEN NEGATED.

RIGHT NOW, WE HAVE MORE IMMEDIATE CONCERNS.

A CRISIS... A LITTLE... CLOSER TO HOME.

DAT'S EASY FOR YOU T'SAY, PROFESSOR.

YOU AIN'T DE ONE WHAT NEARLY HAD HIS SPLEEN HANDED TO HIM LIKE ME AND BISHOP DID WHEN JUGGERNAUT AMBUSHED US.

GIVE THE PROFESSOR A MOMENT TO GATHER HIS THOUGHTS, REMY.

HE HAS BEEN UNDER TREMENDOUS STRAIN AS OF LATE.

HE'S NOT THE ONLY ONE, STORM.

SINCE I REPLACED YOUR WORLD'S VERSION OF THE BEAST --

-- I'VE BEEN INVOLVED IN ONE LIFE-THREATENING SCENARIO AFTER THE NEXT.

I'M BEGINNING TO QUESTION THE WISDOM OF MY PLAN TO AVOID THE TWISTED GENIUS KNOWN AS SINISTER BY HIDING AMONG THE X-MEN.

JEAN?!

JEAN -- YOU'RE HERE! YOU'RE ALL RIGHT?

WHEN OUR TELEPATHIC BOND WAS SEVERED NEARLY HALF AN HOUR AGO... I WAS CONCERNED.

DON'T, JEAN.

DON'T TELL HIM... EVEN THOUGH IT'S BREAKING YOUR HEART.

DON'T EVEN THINK ABOUT IT.

NOT NOW.

NOT YET.

I'M THE ONLY ONE WHO KNOWS THE TRUTH...

I'M THE ONLY ONE WHO STANDS ANY CHANCE AT ALL OF STOPPING WHAT IS ABOUT TO HAPPEN.

IF I ALLOW MY TELEPATHIC SHIELDING TO LAPSE -- EVEN FOR A MOMENT -- THEN THIS FIGHT MIGHT BE OVER BEFORE IT HAS EVEN BEGUN.



JEAN,
WHY --P?

NOT
NOW, SCOTT.
PLEASE.

BUT --

TRUST
ME?

ALWAYS.



TRUST.

THAT'S
WHAT THE
X-MEN HAVE
ALWAYS BEEN
ABOUT...

... SINCE THE VERY
FIRST DAY PROFESSOR
XAVIER STARTED GATHERING
YOUNG MUTANTS AND
TRAINING US IN THE USE
OF OUR POWERS.

THROUGH THE YEARS --
WHEN IT SEEMED THE ENTIRE
WORLD FEARED AND HATED
US -- WE WERE ALWAYS
THERE FOR EACH
OTHER.



BUT
NOW...P

HAS
ALL THAT
CHANGED?

I'D LIKE
TO BELIEVE IT
HASN'T -- BUT TOO
MUCH HAS HAPPENED
IN THE PAST SEVERAL
WEEKS.

FROM THE
MOMENT WHEN
JUGGERNAUT
FELL TO EARTH,
BATTERED AND
BROKEN.

THE ONLY
CLUE TO HIS
CONDITION
WAS A SINGLE
WORD.

"ONSLAUGHT."

THEN
THERE WAS
POST -- THE BEING
WHO PROMISED TO
BE "TESTING" US
FOR OUR INEVITABLE
CONFRONTATION
WITH
ONSLAUGHT.

FINALLY,
ONLY MOMENTS
AGO...

... WITH CAR
MARKO'S
COOPERATION, I
REACHED INTO
JUGGERNAUT'S
MIND AND FINALLY
LEARNED THE
TRUTH ABOUT
OUR UNSEEN
ENEMY.

AND
ALMOST
IMMEDIATELY
WISHED I
HADN'T...

PART OF ME REALIZES I SHOULD TELL THE OTHERS WHAT I HAVE LEARNED.

MAYBE WE CAN STRIKE AT ONSLAUGHT BEFORE HE REVEALS HIS HAND.

BUT IF WE HAVE ANY ADVANTAGE AT ALL -- NO MATTER HOW SLIM --

-- IT'S THE FACT THAT I KNOW WHO THE ENEMY IS... WHILE HE'S NOT AWARE I KNOW.

YET.

THAT AFFORDS US AN EXTREMELY NARROW WINDOW OF OPPORTUNITY.

WHAT'S DE DEAL, PROFESSOR?

Y'CALL US ALL IN HERE TO WATCH YOU DOZE OFF?

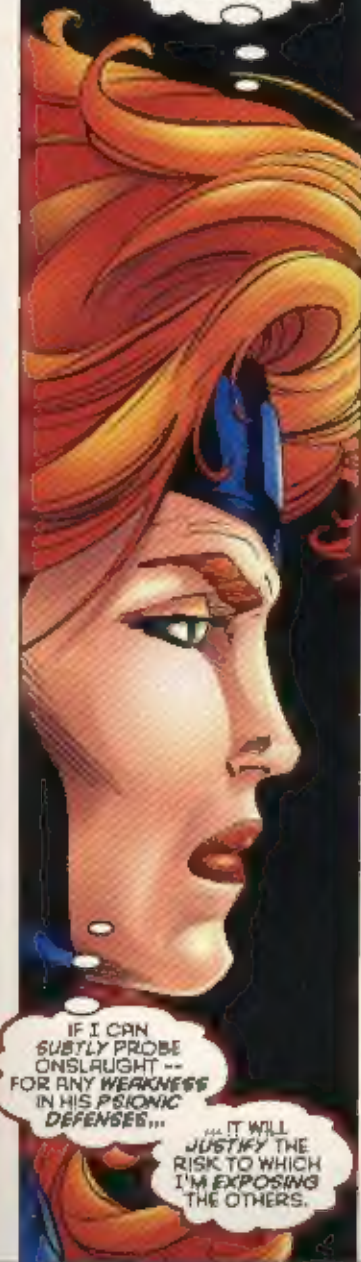
NOTHING COULD BE FARTHER FROM THE TRUTH, GAMBIT.

IN MANY WAYS, I HAVE NEVER FELT MORE AWAKE. IT IS AS IF I HAVE FINALLY AWOKEN FROM...

...FROM A DREAM.

YER BEEN CRYPTIC, CHUCK.

PERHAPS, LOGAN.



IF I CAN SUBTLY PROBE ONSLAUGHT -- FOR ANY WEAKNESS IN HIS PSYCHIC DEFENSES...

...IT WILL JUSTIFY THE RISK TO WHICH I'M EXPOSING THE OTHERS.



SO LET ME PUT THIS AS DIRECTLY AS POSSIBLE.

I MADE A MISTAKE.



A SIMPLE, TRAGIC MISTAKE.

AN HONEST MISTAKE.

BUT A MISTAKE NONETHELESS.

I BELIEVED IN US.

I BELIEVED THAT IF WE, AS MUTANTS, COMPORTED OURSELVES WITH PRIDE AND DIGNITY...

... IF WE SOMEHOW KEPT THE HUMANS FROM DRAGGING US THROUGH THE MUD OF THEIR GENETIC INSECURITIES...

... THAT WE COULD FORGE A BETTER WORLD FOR ALL OUR RACES.

I BELIEVED THAT BY TAKING HUMANITY BY THE HAND WE COULD LEAD IT LIKE A FRIGHTENED CHILD OUT OF THE DARKNESS OF IGNORANCE --

-- AND INTO THE LIGHT OF THE MILLENNIUM RISING.

BUT, AS I'VE SAID, I WAS WRONG.

LOOK AROUND YOU, X-MEN.

LOOK AT THE TRAGIC MESS THE WORLD HAS BECOME WHILE WE'VE SAT HERE IN THE SAFETY AND COMFORT OF THIS MANSION --

-- CONVINCING OURSELVES WE'VE BEEN DOING SOME GOOD.

WHERE ONCE MOBS WERE CONTENT TO SIMPLY CHASE A MUTANT DOWN AND INCARCERATE THEM, NOW THE HUMANS ARE BEATING OUR KIND TO DEATH IN THE STREETS.

NOW, THEY SEEK TO JUSTIFY THEIR PETTY COWARDICE BY HIDING BEHIND THE THREAT OF THE LEGACY VIRUS --

-- APPARENTLY EITHER UNWILLING OR UNABLE TO ACCEPT THE REALITY THAT THE DISEASE WAS GENETICALLY-DESIGNED TO DECIMATE THE HOMO SUPERIOR POPULACE ALONE.

NOT THAT OTHER LESS-ENLIGHTENED MUTANTS ARE DOING ANYTHING TO HELP OUR CAUSE.

FOR EVERY MURDERING PACK OF GENE NATIONALS, THERE IS A NEWER, DEADLIER SENTINEL IN MASS PRODUCTION.

BOTH SIDES ESCALATE THE CONFLICT EVERY DAY.

FOR EVERY EXODUS AND ACOYTE AND EMPLATE, THERE IS AN X-CUTIONER OR GRAYDON CREED OR ZEALOT MEMBER OF THE FRIENDS OF HUMANITY.

BUT ALL THAT CHANGES.

TODAY.

I HAVE DECIDED IT IS TIME WE TAKE CONTROL AND RESOLVE THESE PROBLEMS.

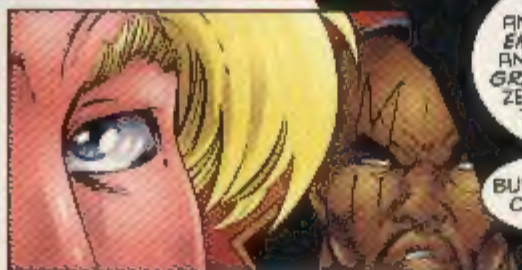
ONCE AND FOR ALL.

BY THE GODDESS, CHARLES...

JEAN -- ARE YOU LISTENING TO ALL OF THIS?

JEAN?

BUT SHE CANNOT HEAR HIM...



FOR PHOENIX'S MIND IS SOMEWHERE ELSE AT THE MOMENT

COME ON, PROFESSOR

I KNOW YOU'RE IN THERE SOMEWHERE...

BUT THE HARDER I PSIONICALLY PROBE HIS MIND --

THE GREATER THE RISK I POSE TO MYSELF AND THE OTHERS.

I'M LOCKED OUT

WORSE YET WHILE PROFESSOR XAVIER TAUGHT ME EVERYTHING I KNOW ABOUT TELEPATHY...

HE VERY CLEARLY DIDN'T TEACH ME EVERYTHING HE KNOWS.

AND IF HE DOESN'T LET ME INSIDE ON HIS OWN

-- IT'S NOT GOING TO HAPPEN.

I'VE KNOWN YOU... TOO LONG... TO BELIEVE

YOU'VE FALLEN... THIS FAR

THINK, JEAN. WHAT ARE YOUR OPTIONS?

WITH ALL DUE RESPECT, BUB, WHAT DO YA FLAMIN' MEAN BY 'TAKIN' CONTROL'?

GOOD QUESTION

IN THE SIMPLEST OF TERMS, I'M TALKING ABOUT TENDING THE FLOCK... ABOUT HELPING PEOPLE WHO CAN'T FIND IT IN THEMSELVES TO HELP THEMSELVES.

SIR, MAYBE IT'S JUST ME... BUT THIS DOESN'T SOUND MUCH LIKE YOU.

I AGREE WITH SAMUEL, CHARLES.

I THINK WE ALL DO.

MAYBE... MAYBE THIS ISN'T THE DISASTER I THOUGHT IT WOULD BE

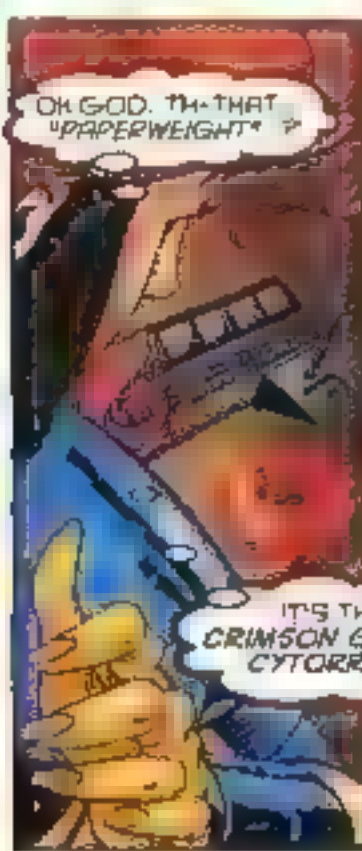
YES, THE PROFESSOR SEEMS A LITTLE "OFF" BUT AT LEAST HE'S TALKING

COULD IT BE THAT THIS HAS BEEN ABOUT ONSLAUGHT TOYING WITH ME LIKE HE DID YESTERDAY?

HE CERTAINLY COULD HAVE PLACED THOSE THOUGHTS I FOUND IN JUGGERNAUT'S MIND

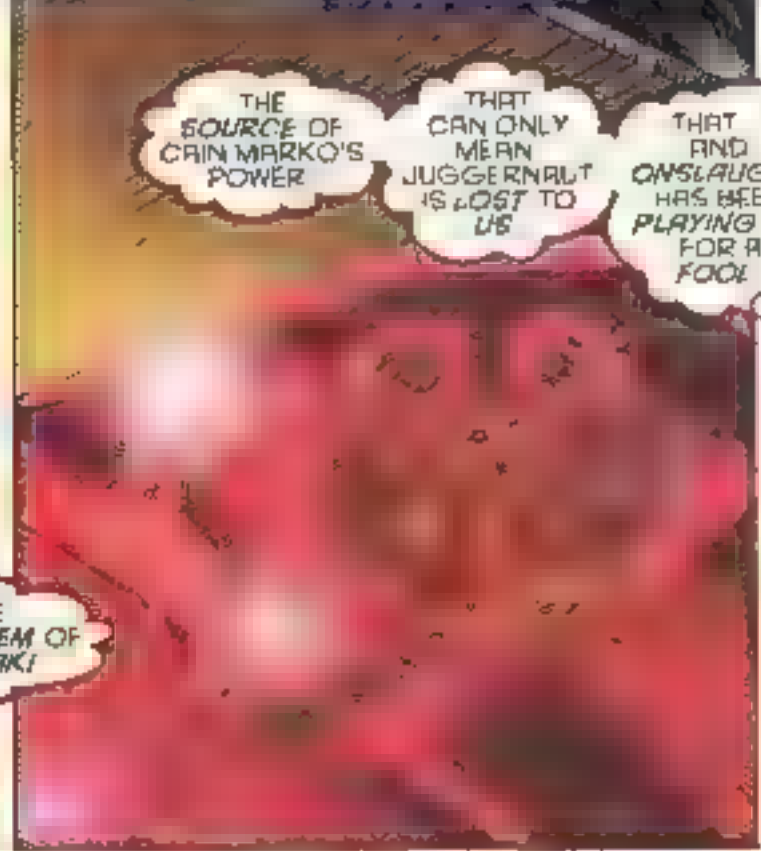
I MEAN, AS IT IS... JUGGERNAUT SEEMS TO HAVE MANAGED...

TO... .. ESCAPE?



OH GOD. THAT
"PAPERWEIGHT"?

IT'S THE
CRIMSON GEM OF
CYTORRAKI!



THE
SOURCE OF
CAIN MARKO'S
POWER

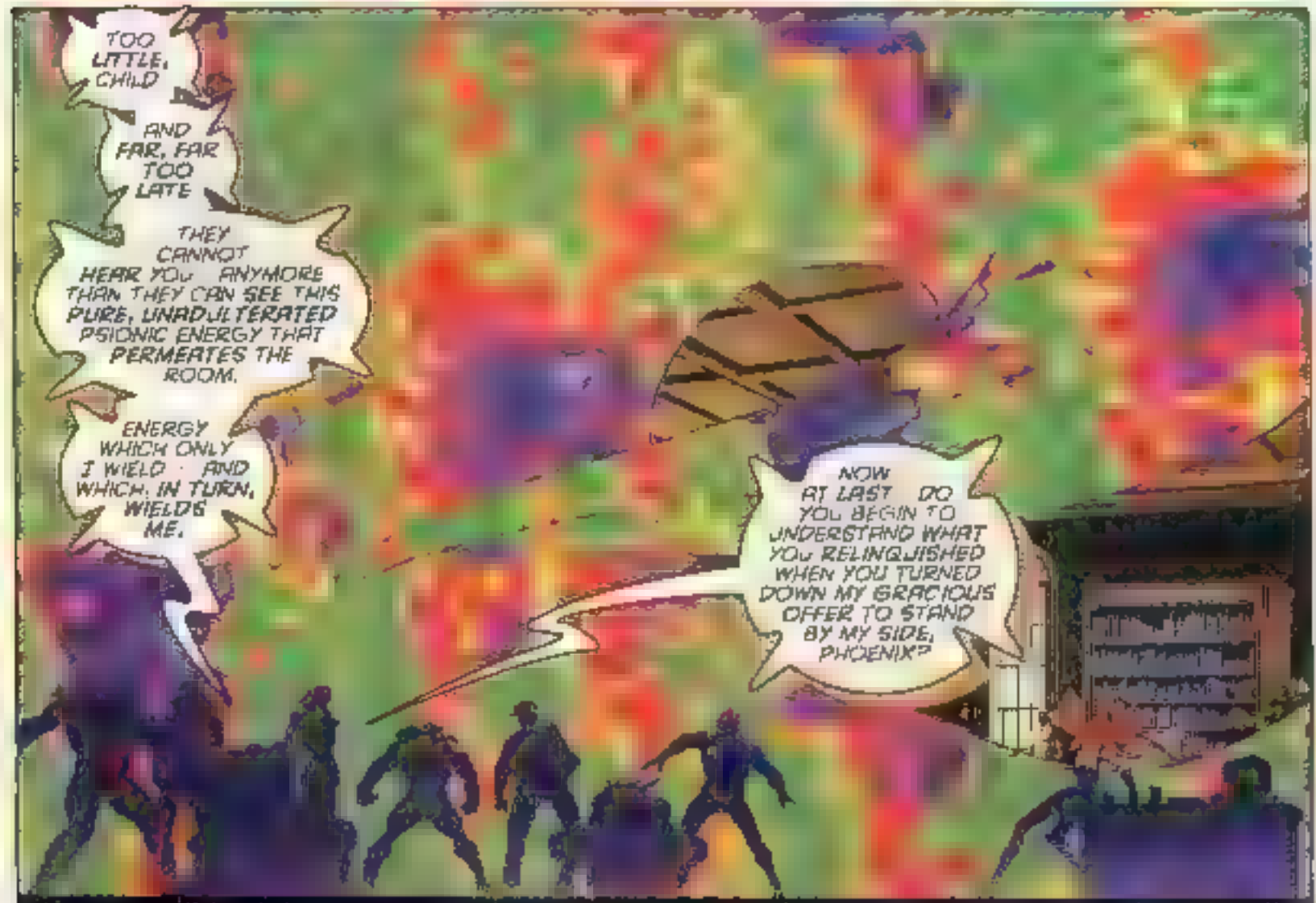
THAT
CAN ONLY
MEAN
JUGGERNAUT
IS LOST TO
US

THAT
AND
ONSLAUGHT
HAS BEEN
PLAYING ME
FOR A
FOOL



SCOTT?

EVERY-
ONE WE
HAVE TO ACT
NOW!



TOO
LITTLE,
CHILD

AND
FAR, FAR
TOO LATE

THEY
CANNOT
HEAR YOU ANYMORE
THAN THEY CAN SEE THIS
PURE, UNADULTERATED
PSIDNIC ENERGY THAT
PERMEATES THE
ROOM.

ENERGY
WHICH ONLY
I WIELD - AND
WHICH, IN TURN,
WIELDS ME.

NOW
AT LAST DO
YOU BEGIN TO
UNDERSTAND WHAT
YOU RELINQUISHED
WHEN YOU TURNED
DOWN MY GRACIOUS
OFFER TO STAND
BY MY SIDE,
PHOENIX?



PROFESSOR
X PLEASE!

LISTEN
TO ME --
FIGHT
HIM!

FIGHT
ONSLAUGHT'S
CONTROL OVER YOU
BEFORE...



SILENCE.

CRASH!

JEAN?!

WHAT IS
DAY?

CONSIDER
IT SOMETHING
OF A PSIONIC
"MUZZLE"

I
ENDURED
PHOENIX'S PATHETIC
PROBES UNTIL THEY
NO LONGER
AMUSED ME

Um...
GUYS?

AH
REALIZE JEAN IS
IN A BAD WAY
AN' ALL

BUT
AH THINK WE
NEED TO KEEP AN
EYE ON PROFESSOR
XAVIER, AS
WELL

WERE
THAT THERE WAS
A "PROFESSOR
XAVIER" TO
ATTEND TO.
X-MEN.

AS
YOU CAN SEE
HOWEVER THAT
IS NO LONGER
THE CASE.

FROM
NOW AND
FOREVER MORE
THERE IS
ONLY

ONSLAUGHT!



PUHH!

WHA. WHAT
HAVE YOU
DONE WITH THE
PROFESSOR?

YOU
ARE CONFUSED,
SHEEP

IN FACT,
I DID NOTHING
TO XAVIER, RATHER...
HE DID SOMETHING
TO ME

HE
CREATED
ME.

IN HIS
OWN WAY,
HE CREATED ME
TO DO WHAT HE
ALONE COULD
NOT

I WAS
FORGED WITHIN
THE CRUCIBLES OF HIS
FEAR, HIS FRUSTRATION, HIS
RAGE AT THE INJUSTICES
HE SAW PERPETRATED
AGAINST HIS
PEOPLE.

I WAS
NURTURED BY HIS
EVERY DARKEST
DESIRE... FOR REVENGE...
FOR CONTROL... FOR
POWER... NURTURED IN
THE SUPPRESSION
OF THOSE
EMOTIONS.

I AM
ALL OF
THAT AND
MORE.

I AM
AN ONSLAUGHT
WHICH ONCE
UNLEASHED, CAN
NOT STAND
ABATED.

WE
AIN'T
BUYIN' IT

NOBODY
EVER CLAIMED
XAVIER WAS A
SAINT... LEAST
OF ALL CHUCK
HIMSELF!

THERE'S
MORE HERE
THAN YOU'RE
SPILLIN' BUB.

MUCH MORE,
WOLVERINE.

MORE
THAN YOU
CAN POSSIBLY
IMAGINE.

YOU DOUBT

ME?

YOU DON'T BELIEVE I AM THE ONE WHO TRAINED YOU ALL THE ONE WHO KNOWS YOU BETTER THAN YOU KNOW YOURSELVES?

WITH BUT A THOUGHT, I CAN REDUCE WOLVERINE TO THE MENTAL STATE OF A FRIGHTENED CUB!

NOW COME, FOLLOW ME AS YOU FOLLOWED XAVIER BEFORE ME

WE HAVE A WORLD WHICH WE MUST SET RIGHT.

AND HOW DO YOU PROPOSE WE ACCOMPLISH THIS GOAL, ONSLAUGHT?

BY FORCING OUR WILL -- YOUR WILL -- UPON THE WEAK, UPON A PEOPLE WITHOUT POWER?

FREE WILL IS A PRIVILEGE, SHEEP. IT IS NOT A "RIGHT" THAT HUMANS NEED TO BE ALLOWED TO CONTINUE TO ABUSE.

FOR SOMEONE WHO PROFFESSES TO BE THE CREATION OF PROFESSOR XAVIER.

YOU SOUND SURPRISINGLY MORE LIKE MAGNETO, THE MASTER OF MAGNETISM!

I CAN PROMPT ICEMAN TO REARRANGE HIS BODY ON A MOLECULAR LEVEL!

I CAN FORCE STORM TO BELIEVE SHE IS STILL A CHILD STILL BURIED UNDER YONGS OF STONE AND STEEL.

MOTHER!!

FATHER... PLEASE! HELP ME

ENOUGH!

THIS MAY
BE THE MOST
DIFFICULT
THING I'VE
EVER HAD
TO DO --

TO USE
MY OPTIC BLAST
TO LASH OUT AT THE
PROFESSOR, I INDEED
THAT IS HIM ENCASED
IN THE ONSLAUGHT
ARMOR

BUT
IN MANY WAYS
IT IS ALSO THE
CULMINATION
OF YEARS OF
TRAINING TO BE
PREPARED FOR
ANYTHING!

KRAK!

UMPH!

YOU'VE
MANAGED TO
SURPRISE ME,
CYCLOPS.

I DIDN'T
BELIEVE YOU
HAD IT IN YOU
TO LASH OUT
AT KAY!

-- TO
LASH OUT
AT ME

IF YOU
CAN HEAR ME
WHEREVER YOU
ARE INSIDE THERE --
YOU HAVE TO KNOW
THAT WE'LL
FIGHT YOU

AS
PAINFUL
AS IT MAY BE
TO STAND UNITED
AGAINST YOU...
WE WON'T STOP
UNTIL YOU'RE
DEFEATED

COUNT
ON THAT
BUB?

YOU TRULY DO NOT
COMPREHEND WHAT
HAS HAPPENED,
DO YOU?

ANY OF
YOU?

I AM
AS MUCH
PROFESSOR
XAVIER AS I
AM MMM

AS
I AM ONE
OTHER!

THERE IS A PART OF
ME -- OF XAVIER
THAT WANTS TO
BELIEVE HIS LIFE'S
WORK WAS NOT
IN VAIN...

HE
WANTS TO
BELIEVE YOU
WILL HELP HIM
HELP ME FOLLOW
ME AS YOU HAVE
BEEN TRAINED TO
DO FROM THE
MOMENT OF YOUR
INDOCTRINATION
INTO THE
X-MEN!

NOW THERE ARE
OTHER THINGS I NEED
DO BEFORE I
DEPART THIS
PLACE

IT IS MY SINCEREST HOPE
THAT WHEN I RETURN AND
AM PREPARED TO LEAVE
AT LEAST SOME OF YOU
WILL COME TO YOUR
SENSES!

IT'S AS IF
THESE ARE THE
PROFESSOR'S
POWERS.

BUT
HE'S USING
THEM IN A CRUEL --
PAINFUL --
WAY!

JEAN?

THIS IS
THE ONLY
REASON I
DID NOT USE MY
PSIONIC MIGHT
TO DESTROY
YOU ALL WITH A
SINGLE
THOUGHT!

I CAN'T
MOVE SCOTT
NONE OF
US CAN...

MEANS
WE HAVE
TO FIGURE
OUT A
WAY

TO
USE OUR
POWERS JUST
AS

...CREATIVELY...

WHA --?!

THAT
SLOW... COMING
FROM THE
FLOOR?

WHATEVER IT
IS, IT'S MANAGED
TO CREATE SOME
KIND OF INTERFERENCE
BETWEEN US... AND
ONSLAUGHT'S
PSIONIC GRIP!

WE'RE
FREE TO MOVE
AGAIN.

THAT'S THE
GOOD NEWS,
CYCLOPS

THE BAD
NEWS IS
IT AIN'T
STOPPIN'!

IF SAM GUTHRIE
MANAGED TO
ACTUALLY FINISH
HIS THOUGHT

IT WAS SWALLOWED UP BY THE
SOUND OF THE FLOORBOARDS
RELEASING BIO-GENETICALLY
CHARGED KINETIC ENERGY

OKAY --
SO IT MIGHT'VE
BEEN A PETIT
EXTREME. MES
PMIS

... YOU
GOT TO ADMIT
IT WAS EFFECTIVE,
IN A DOWN-HOME
CAJUN KINDA
WAY

BUT -- IT
SHOULDN'T HAVE
WORKED

WHAT
ARE YOL
SAYING,
JEANP

JUST THAT,
BISHOP

IF ONSLAUGHT
IS AS POWERFUL AS IT
CLAIMS TO BE, GAMBIT'S
POWER SHOULDN'T HAVE
SHORT-CIRCUITED THE
CREATURE'S HOLD
ON US.

WHICH
MEANS MAYBE...
JUST MAYBE... IT'S
NOT AS IN CONTROL OF
XAVIER'S FACULTIES AS
IT'D LIKE US TO
BELIEVE IT IS.



I REALIZE I SHOULD HAVE TOLD YOU ALL THIS EARLIER, BUT...

ONSLAUGHT MANIFESTED ITSELF TO ME EARLIER TODAY, IN TOWN

...AND THEN PULLED ME ONTO THE ASTRAL PLANE WITH A PSIONIC STRENGTH

...I FOUND BOTH CONFOUNDING AND OVERWHELMING

MAN OH MAN, JEANNIE THAT'S NOT SUPPOSED TO HAPPEN.

NOW ON TOP OF THINGS DOES A PSI HAVE TO BE TO DO THAT?



VERY WHILE I WAS THERE, ONSLAUGHT TOOK ME ON SOMETHING OF A TWISTED MYSTERY TOUR OF THE PROFESSOR'S MIND. HE CLAIMED TO BE REVEALING THE DEEPEST, DARKEST RECESSES OF CHARLES XAVIER'S PSYCHE TO ME

AT THE TIME ONSLAUGHT CLAIMED THIS WAS BECAUSE IT WANTED ME TO SEE THE HYPOCRISY THAT EXISTED DEEP WITHIN ALL OF US.



I REALIZE NOW IT GOES MUCH DEEPER.

I THINK THERE WAS A PART OF XAVIER'S MIND THAT WAS REACHING OUT TO ME. HE WANTED TO WARN ME.



I THINK THE PROFESSOR WAS WORKING, EVEN THEN, AT ALMOST THE LAST POSSIBLE MOMENT, TO TRY TO SABOTAGE ONSLAUGHT FROM WITHIN.

AGAIN, I SHOULD HAVE TOLD YOU EARLIER, BUT I WAS DIS-ORIENTED BY WHAT I'D EXPERIENCED... SUFFERING THROUGH SOME WAVE OF PSYCHIC BACKLASH.



SORRY, JEAN... BUT RIGHT NOW AIN'T DE TIME TO PLAY "SHOULDA, WOULD, COULDA."

LET'S **STOP** ONSLAUGHT **COLD** AN' WORRY ABOUT DE MIGHT-HAVE-BEENS LATER.

DON'T MAKE IT SOUND SO CUT AND DRY, LEBEAU.

SAY WHAT YA WANT ABOUT WHATEVER IT WAS THAT ATTACKED JS BUT CHUCK'S STILL A PART OF IT BODY AN' SOUL.

HE AIN'T NEVER GAVE UP ON THIS OL' CANUCKIE HEAD I SURE AS FLAMIN' BLAZES AIN'T ABOUT T GIVE UP ON HIM!



NO ONE IS SUGGESTING THAT, WOLVERINE

BUT WE DON'T DO THE PROFESSOR ANY SERVICE BY BATTLING ONSLAUGHT WITH OUR HANDS TIED WHETHER HE'S A WILLING ACCOMPLICE TO THEM OR NOT

WELL, WELL IF 'MONSIEUR' BISHOP CAN SEE HIS PARTICULAR GAME PLAN, THEN SO SHOULD THE REST OF US

I MEAN, HERE'S A GUY WHO BELIEVED IN SHOOTIN' FIRST AND WHO SPENT THE LAST FEW YEARS OF HIS LIFE SEARCHIN' FOR... WELL...

THE X-MEN TRAITORS?

COULD IT BE --PI?

WE'LL PUZZLE THIS OUT LATER RIGHT NOW OUR PRIORITY IS TO STOP THINGS FROM GETTING WIER

STORM, PHOENIX, CANNONBALL AND WOLVERINE DOWN TO THE PROFESSOR'S

THERE'S ENOUGH HARD DATA DOWN THERE TO ALLOW ONSLAUGHT TO DO UNTOLD DAMAGE TO OUR ALLIES AND ENEMIES ALIKE!

WE'RE ON IT, ONE-EYE!

AND THE REST OF US, CYCLOPS -- DOWNLOAD THE CEREBRO UNIT?

EXACTLY, WE'VE MADE IT PRETTY CLEAR HE'S NOT GOING TO GET THE X-MEN'S HELP,

WHICH MEANS HE'S GOING TO NEED TO RECRUIT THAT MUSCLE POWER FROM SOMEWHERE!

UMMM... SHOULD NOT SOME OF US STAY TETHERED WHILE OTHERS VENTURE YONP

WHAT IF ONSLAUGHT OPTS TO RETURN?

I VOLUNTEER TO STAY HERE IN ANTICIPATION OF ITS AWESOME ARRIVAL

NEGATIVE ON THAT, PAL WE CAN'T RISK BEING SEPARATED, HANK!

MY INSTINCTS TELL ME ONSLAUGHT HASN'T EVOLVED ENOUGH AT THIS POINT TO TAKE US OUT AS A GROUP

BE THAT AS IT MAY, PRELATE SUMMERS, I'M NOT GOING TO BLINDLY FOLLOW YOU INTO THE MAW OF CERTAIN DEATH.

I THINK IT MAY BE POSSIBLE TO TURN THE VILLAIN'S ARRIVAL INTO A SITUATION ADVANTAGEOUS TO ME

CLEARLY ONLY ONE SIDE IS GOING TO WIN HERE, AND I'M BETTING ON ONSL --

HEY HEY HEY BLUE FURRED AND BULL-HEADED

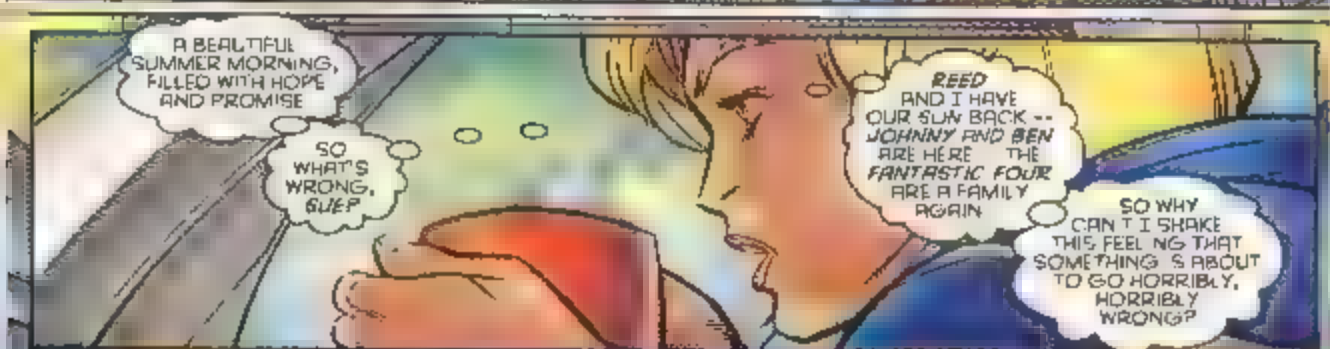
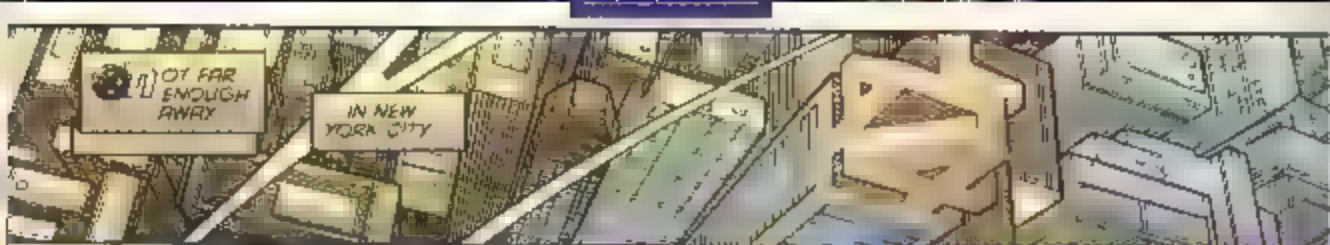
YOU HEARD THE BOSS MAN

SO FALL IN ALREADY

ICEMAN IS GOING OUT OF HIS WAY TO KEEP THINGS LIGHT

... BUT THERE'S NO ESCAPING THE FUTILITY OF WHAT WE'RE ABOUT TO DO.

THE X-MEN ARE GOING INTO BATTLE AGAINST THE VERY MIND THAT TRAINED US ALL IN THE USE OF OUR POWERS!

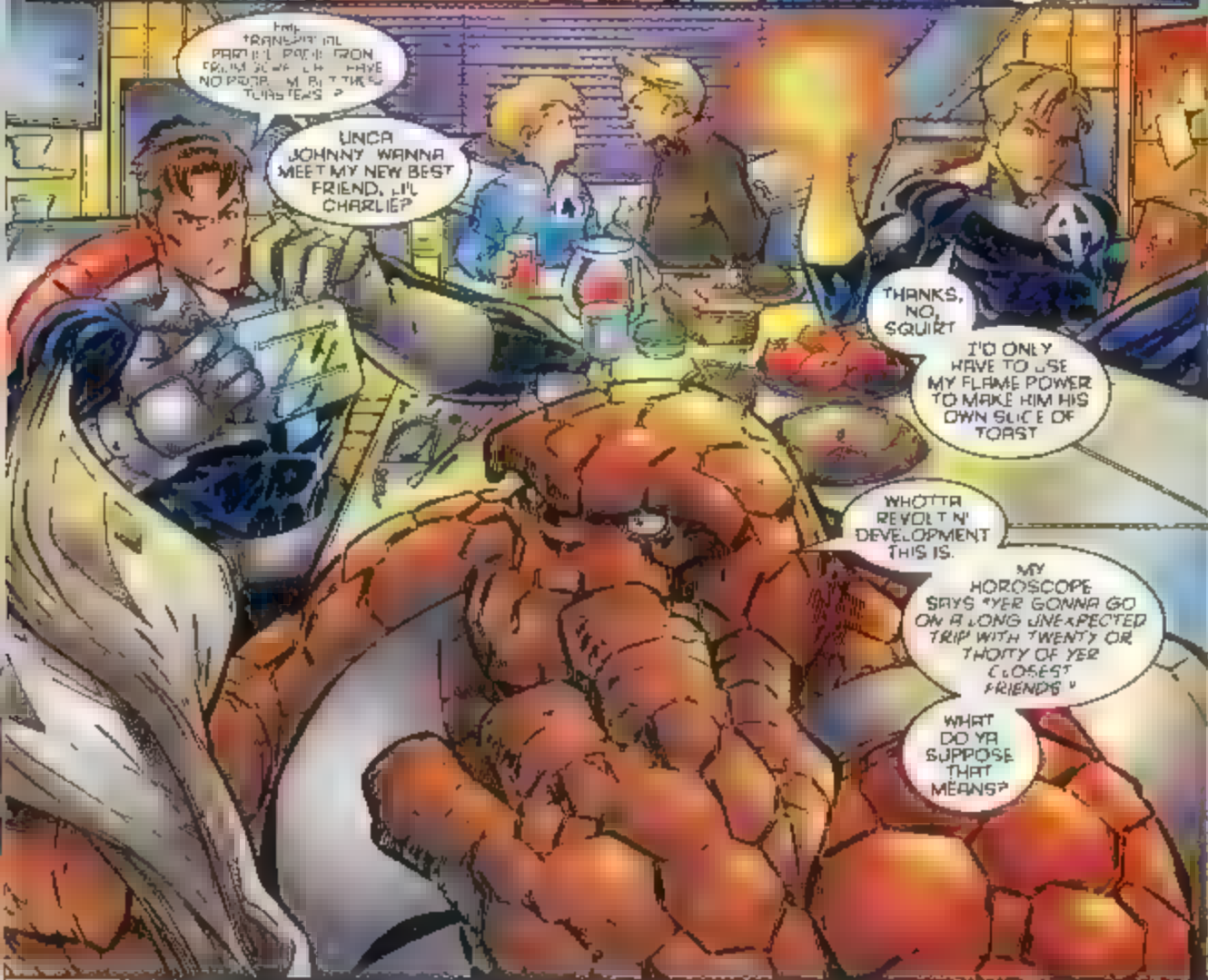


A BEAUTIFUL
SUMMER MORNING,
FILLED WITH HOPE
AND PROMISE

SO
WHAT'S
WRONG,
GUEP

REED
AND I HAVE
OUR SUN BACK --
JOHNNY AND BEN
ARE HERE -- THE
FANTASTIC FOUR
ARE A FAMILY
AGAIN

SO WHY
CAN'T I SHAKE
THIS FEELING THAT
SOMETHING'S ABOUT
TO GO HORRIBLY,
HORRIBLY
WRONG?



THE
TRANSPERIMENTAL
PARTIAL PACT FROM
FRANKLIN'S LAB -- HAVE
NO POWER. MY TITLES
TOASTERS?

UNCLE
JOHNNY WANNA
MEET MY NEW BEST
FRIEND, LIL'
CHARLIE?

THANKS,
NO,
SQUIRT

I'D ONLY
HAVE TO USE
MY FLAME POWER
TO MAKE HIM HIS
OWN SLICE OF
TOAST

WHOTTA
REVOLT N'
DEVELOPMENT
THIS IS.

MY
HOROSCOPE
SAYS "YER GONNA GO
ON A LONG UNEXPECTED
TRIP WITH TWENTY OR
THIRTY OF YER
CLOSEST
FRIENDS"

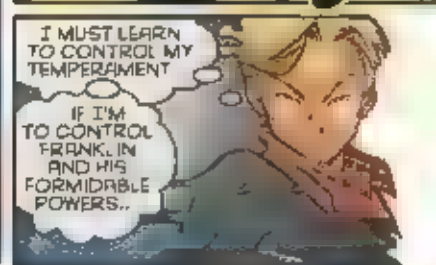
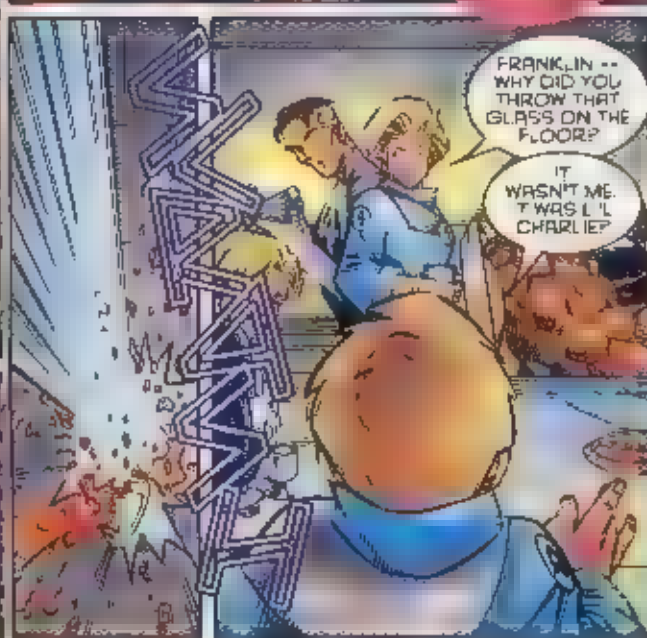
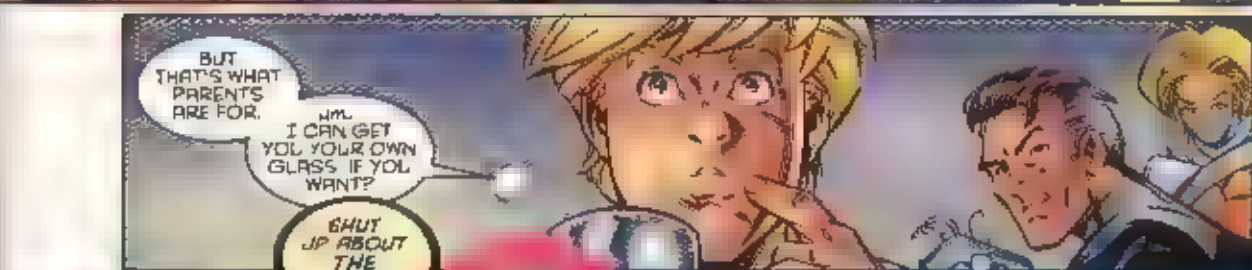
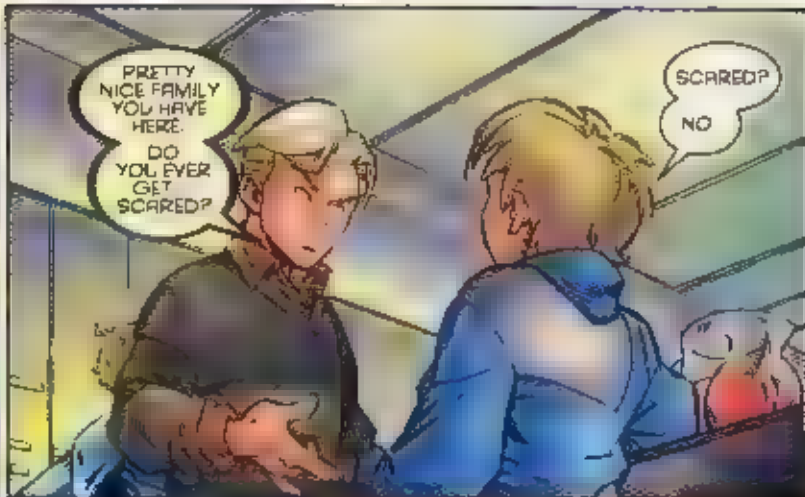
WHAT
DO YA
SUPPOSE
THAT
MEANS?



LIL'
CHARLIE,
YA WANT
SOME OF MY
MILK?

NO,
THANK YOU
FRANKLIN

JUST
CAME BY
HERE TO
TALK





DEEP WITHIN THE
HEART OF THE
XAVIER INSTITUTE...

A TITANIUM DOOR CRUMPLES
BENEATH THE COMBINED
ABILITIES OF SEVERAL X-MEN...

BAM

... ON A
MISSION.



THE DOOR
WAS STILL ON
IT'S HINGES... AH
RECKON THAT MEANS
ONSLAUGHT AIN'T
SHOWN UP
YET!

ACT'LY,
HAYSEED -- WHO
CAN TELL?

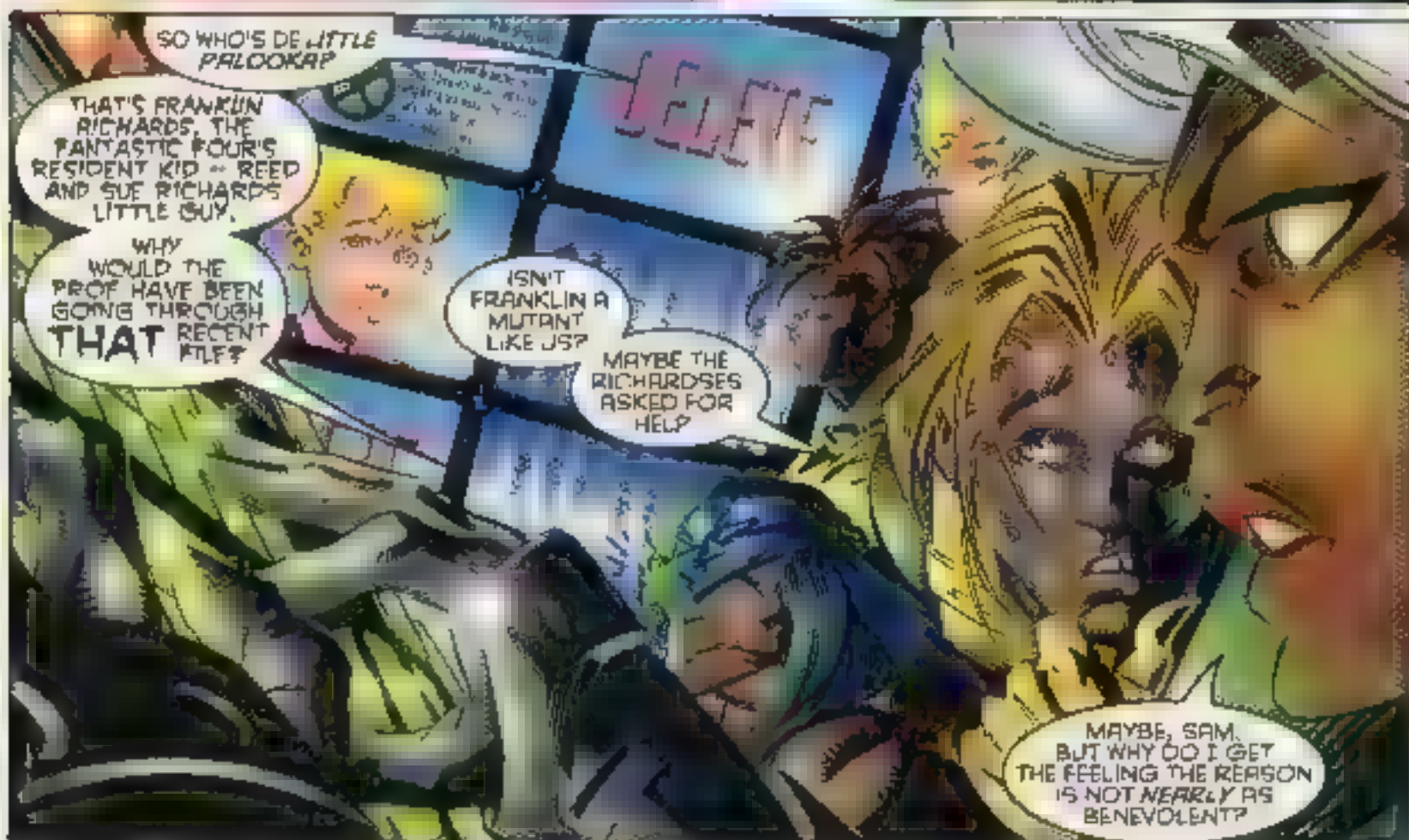
AS OF
RIGHT NOW, WE
DON'T KNOW MUCH
O' WHAT DAT TING'S
ABILITIES ARE

REMY
IS RIGHT
SAMUEL

ONSLAUGHT
APPARENTLY HAS
FULL ACCESS TO THE
PROFESSOR

WITHOUT THE LUXURY OF TIME,
WE ARE GOING TO HAVE TO
ASSUME HE IS ON HIS WAY

... AND PURGE
THE SYSTEM BEFORE
HE GETS HIS HANDS
ON IT



SO WHO'S DE LITTLE
PALOOKA?

THAT'S FRANKLIN
RICHARDS, THE
FANTASTIC FOUR'S
RESIDENT KID -- REED
AND SUE RICHARDS'
LITTLE GUY.

WHY
WOULD THE
PROF HAVE BEEN
GOING THROUGH
THAT RECENT
FILE?

ISN'T
FRANKLIN A
MUTANT
LIKE US?

MAYBE THE
RICHARDSSES
ASKED FOR
HELP

MAYBE, SAM.
BUT WHY DO I GET
THE FEELING THE REASON
IS NOT NEARLY AS
BENEVOLENT?



WHAT'S THIS? THAT'S THE MUTANT KNOWN AS X-MAN?

IT'S ALSO THE IMAGE THAT'S HAUNTED MY DREAMS IN RECENT MONTHS.

THE PROFESSOR BATTLED THE BOY WEEKS AGO, AND HE'S SEEMED PREOCCUPIED WITH HIM SINCE.

AND WHY NOT, BISHOP?

THIS, X-MAN, IS A TOTAL MYSTERY TO US. WE ONLY KNOW HE'S A BEING OF VAST TELEPATHIC ABILITIES.

CAPABLE OF MANIPULATING THE ASTRAL PLANE INTO THE CORPOREAL WORLD.

WHICH SOUNDS VERY SIMILAR TO THE ONSLAUGHT MANIPULATION. COULD THERE BE A CONNECTION?

AH, SAY THE HECK WITH THE CLUES AND WE JUST BLOW THE PLACE AND GO.

LOOK, SAM, VA ONLY BECAME A SENIOR MEMBER O' THE X-MEN CAUSE SOMEBODY THOUGHT VA HAD THE GUTS!

SHUT IT!

UNLESS VA WANT TO SEE THOSE GUTS DECORATIN' THE TIPS O' MY CLAWS.

YOU'LL SHUT YER FLAMIN' FLAP!

A-BUT... BUT HE'S HERE!

CAN'T YA **FEEL** IT?

WE DON'T STAND A CHANCE.

WOW

WHAT DO YOU THINK, GAMBIT? IS ONSLAUGHT CONTROLLING CANNONBALL'S MIND?

OH..

ONSLAUGHT

HOW'D WE NOT SEE THAT ONE COMING?

NDEED..

AND
WHILE I'M
LOATHED TO HARM
CANNONBALL

-- I'M
GOING TO HAVE
TO USE SOME OF MY
STORED BIO-POWER
TO TAKE HIM
DOWN.

TEZZAT

NOT TOO
HUMILIATING,
HURP?

TRUST ME,
CHILDREN -- YOU
WILL ALL COME TO
KNOW A THOUSAND
HUMBLINGS A
HUNDRED-
FOLD!

YOU
KEEP SAYIN'
DAT...

BUT
WE'RE STILL
HERE!

YA
KNOW... I
KEEP LOOKIN'
AND LOOKIN' AND
LOOKIN'... AND
I DON'T SEE
IT

TO WHAT
ARE YOU
REFERRING,
LOGAN?

I
DON'T SEE
ANY HINT OF
XAVIER IN THE
PSI-ARMOR

I EVEN
THINK IT'S
PRETTY OBVIOUS
TO EVERYONE. I
MEAN THE HELMET
THE POSTURE...
THE COLOR
SCHEME...

IF I
DIDN'T KNOW
NO BETTER AND I
DO, I'D SAY YOU'RE
LOOKIN' AN AWFUL
LOT LIKE
MAG



CAN
YOU FEEL T. MY
X-MEN AS I SCREAM
A THOUSAND SILENT
SCREAMS DIRECTLY
INTO YOUR
MINDS?

KNOW
ME -- KNOW MY
PAIN AND ANGER
AND FRUSTRATIONS
OVER WHAT YOU
HAVE DONE
TO ME!

FEAR ME,
FOR I AM HE
WHO WAS
**CHARLES
XAVIER.**

TREMBLE
BEFORE ME,
FOR I AM THE

OMNISCIENT

I
OPENED THE
DOORS TO THIS
MY HOME. BECAUSE
I BELIEVED YOU
WOULD STAND BY
MY SIDE IN THIS,
OUR FINEST
HOUR

... THAT
TOGETHER
WE WOULD MAKE
THE WORLD A
BETTER
PLACE!

YET
NOW WHEN AT
LAST WE STAND
POISED ON THE
CULP OF SUCCESS,
YOU WASTE TIME
BAITING ME --
**BETRAYING
ME!**

**DOUBTING
ME!**

THEN
HERE,
X-MEN.

**FEEL
MY FURY**

**TASTE
MY WRATH!**

KNOW
YOUR GREATEST
FEAR -- THE POWER
OF XAVIER'S MIND --

UNLEASHED!



INSIDE THE AVENGER HEADQUARTERS IN NEW YORK CITY

VISION

THE HUMAN-IRON MAN

WHAT'S THE PROBLEM HERE PEOPLE?

I WAS TOLD YOU WERE EARTH'S MIGHTIEST HEROES. THE SO-CALLED AVENGERS!

SO WHY WON'T YOU HELP ME WHEN I TELL YOU WE'RE TRYING TO SAVE THE WHOLE WORLD?

THE PROBABLY-NAMED GIANT-MAN

THOR
GOD OF THUNDER
PRINCE OF LOST ASGARD

CAPTAIN AMERICA
THE FIRST AVENGER

BECAUSE THE AVENGER YOU CLAIM TO REPRESENT IS PROFESSOR CHARLES KAVIER. PERHAPS ONE OF THE AVENGER'S MOST TRUSTED ALLIES.

NOT THAT WE HAVEN'T HAD OUR SHARE OF UNEXPECTED PERSONALITY DISORDERS. IF I'M HUH, VUH?

THAT'S ENOUGH, SHELLHEAD. WE'RE WILLING TO INVESTIGATE THIS.

THE WINSOME WASP

THE MILD-MAN SCARLET WITCH

HE'S ALREADY INFLECTING A LOT OF DAMAGE.

OO'S BLOOD! THE LAD IS BLEEDING FROM WITHIN! MAYHAP HIS CLAIMS HAVE MERIT?

BUT WHAT? YOU'RE GOING TO WAIT UNTIL AFTER YOU'RE ALL REDUCED TO A CINDER FLOATING IN SPACE?

WHAT'S IT GOING TO TAKE TO MAKE YOU PEOPLE REALIZE THAT AS WE'RE TALKING

"PREPARE THE AVENGERS
QUINJET AT ONCE

"IT WOULD BE BEST TO QUESTION THE X-MEN AT
THEIR HOME IN WESTCHESTER

"-- WHERE THEY
ARE apt TO
FEEL LESS
THREATENED...

" MORE
AT EASE "

IRONY,
BISHOP

DO YOU
APPRECIATE
THE EXTENT
OF WHAT HAS
TRANSPIRED?

FOR
MONTHS,
SINCE THE MOMENT
XAVI -- SINCE I WIPEO
CLEAN THE SLATE
OF MAGNETO'S
MIND

AS MY
CONSCIOUSNESS
GREW, I SPENT HOURS
TRYING TO FORMULATE
A PLAN TO SPREAD
MY SPHERE OF
INFLUENCE ACROSS
THE GLOBE

AS I
TURNED OUT,
I NEEDED YOU
FOR THAT

I NEEDED
THE MEMORIES
YOU HAD OF HAVING
LIVED THROUGH THE
SO-CALLED "AGE OF
APOCALYPSE" --

IN ORDER
TO LEARN HOW
EN SABAH NUR
ACCOMPLISHED A
LESS BENEVOLENT
VERSION OF WHAT
I INTEND TO
ACHIEVE

THEREIN
LIES THE IRONY
OF IT ALL, FOR I
COULD NEVER HAVE
DONE WHAT YOU
CAME FROM THE
FUTURE TO
STOP

WOULD
HAVE NEVER
"BETRAYED" MY
CHILDREN

WITHOUT
YOUR HELP

THANK
YOU.

ASTOUNDING
THESE ENEMIES
FILES I'M DOWN
LOADING

MUST
CONTAIN
INFORMATION
ON EVERY EXISTING
MILITARY IN THE
PLANET!

MOST
OF THEM,
BEAST
YES

SO
WHAT IS
YOUR
POINT?

NOTHING
I JUST
FIND IT
FUN

I'VE
NEVER CLAIMED
TO UNDERSTAND YOUR
UNIQUE SENSE OF HUMOR,
BUT NOW MORE
THAN EVER YOU NEED TO
CONCENTRATE ON THE
TASK AT HAND

THE MOMENT
I SEVER THESE
CONNECTIONS, CRYSTAL
IS LITTLE MORE THAN
A GHOST IN A
SHELL

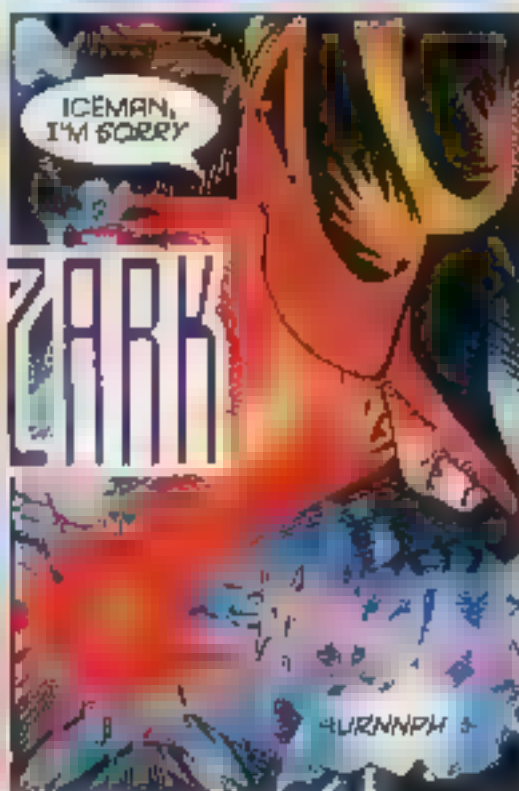
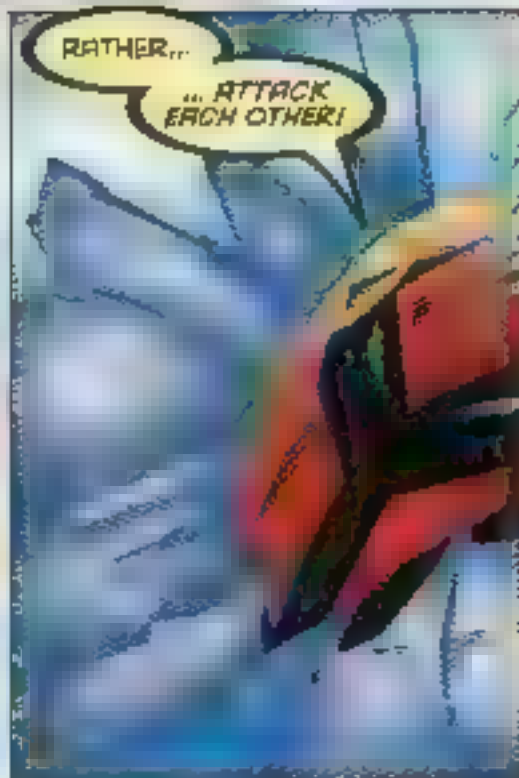
BOBBY,
WHY ARE YOU
KEEPING SUCH A
CLOSE EYE ON
THE DOOR?

ONSLAUGHT
IS DIVING OFF
ENIGMA AMBIENT
ENERGY THAT IF I
GET WITHIN THIRTY
FEET OF HERE I
CAN WARN US

BOBBY?

BOBBY?!

GOTCHA!



BRAYO,
ONST, TUGHT
BRAYO

IN
RECORD TIME
YOU HAVE THESE
PLEBEIANS THE ABSURDITY
OF STANDING ANYWHERE
BUT AT YOUR
FEET

CLAP
CLAP
CLAP

LEST IT
BE SEEN THAT
THIS IS A
PLEBEIAN I'D
LIKE TO PERFORM
MY HUMBLE
SERVICES.

SUCH
AS THEY
ARE

HNE
WHAT USE
WILL I HAVE
FOR YOU? YOU
ARE NOT
EVEN OF THIS
DEALITY?

YOU
KNOW?

OF
COURSE
I KNOW!

I HAVE
KNOWN SINCE
THE MOMENT YOU
FIRST ENTERED THE
MANSION, POSING
AS THIS WORLD'S
BEST

WHEN DO
YOU THINK HAS
BEEN MASKING YOUR
TRUE PATTERN WHILE
I HAVE BEEN
AMONG THE
WORLD'S MOST
POWERFUL
PEOPLE?

SO THEN,
YOU MUST ALSO
KNOW I HAVE
RESOURCES

RESOURCES
YOU MUST FIND
VALUABLE?

THERE IS
NOTHING
YOU CAN
OFFER...

ME.

ONSLAUGHT --
WHAT'S
WRONG, ?

... NOTHING.

SEEMS
I AM NOT ..
AS

STRONG
.. AS
POWERFUL

AS I
INTEND
TO BE

AS,
NEVITABLY,
AS I WILL
BE

DO
YOU TRULY
WISH TO
SERVE
ME?

I AM
WILLING TO
FOLLOW --

WARRIOR!!

THEN YOU
WON'T MIND
THAT I SIPHONED
A TRIFLING OF YOUR
OWN STRAY
THOUGHTS?

FOR A
REASON I
CANNOT GLUE
FATHOM, MY
HOST -- XAVIER --
IS RESISTING
ME.

BUT
YOU CLAIM
TO BE AS
ONE WITH
XAVIER.

I DON'T
UNDER-
STAND.

YOU'RE
NOT SUPPOSED
TO MICOV

BUT THERE
IS ONE AMONG
THE FALLEN WHO
MAY PROVIDE
ME WITH WHAT
I SEEK...

NOT MUCH LATER...

STAY
OUT OF MY
MIND!

WOULD
THAT I COULD,
JEAN.

BUT AS
I REMARKED
SEVERAL HOURS AGO,
YOUR MIND SERVED
AS THE TEMPLATE
FOR THE PHOENIX
POWER!

BECAUSE
YOU OPTED NOT
TO WILLINGLY JOIN
ME IN MY QUEST
FOR THAT MUCH
POWER AND
MORE --

I
REGRET THAT I
HAVE TO TEAR THE
INFORMATION I SEEK
DIRECTLY
FROM YOUR
MEMORIES!

ANY
OBJECTIONSP

PLEASE,
MS.
SUMMERS.

YOU
MIGHT AT
LEAST HAVE THE
DECENCY TO
SCREAM



YOUR
CONSTANT
RESISTANCE
IS ONLY PULLING
ME AWAY FROM
MY NATURAL
ASSIMILATION
OF XAVIER'S
PROWESS.



FOR
SOMEONE
POSSESSED
OF ENOUGH
POWER TO
"DESTROY
STARS"

... YOU
SEEM QUITE
DEPENDENT UPON
OTHERS.



ONLY
FOR THE
MOMENT

BEAST?

YOUR
WISH IS MY
ETC, ETC,
ETC...

HANK?



IT
IS OBVIOUS
THAT THE X-MEN
ARE NOT GOING
TO BE JOINING
US ON OUR
ENDAVORS.

I
WANT YOU TO
DISPOSE OF THE
BODIES

BUT
IMAGINE
THE GENETIC
RESEARCH!

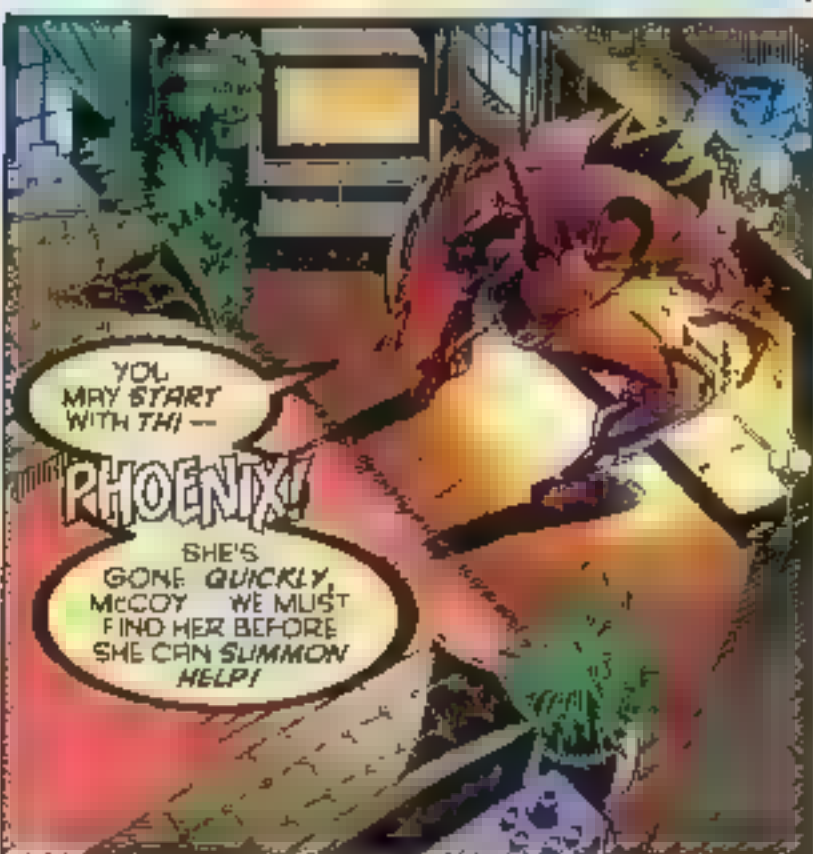
AFTER
YEARS OF
TOYING WITH
THE GENE STRANDS
OF THE MORLOCKS,
I COULD



THIS
IS NOT
A MATTER
FOR DEBATE.
MCCOY

MY
WILL AS
YOU AND THE
REST OF THE WORLD
WILL LEARN -- IS
ABSOLUTE

YES. I I
UNDERSTAND



YOU
MAY START
WITH THIS --

PHOENIX!

SHE'S
GONE QUICKLY.
MCCOY -- WE MUST
FIND HER BEFORE
SHE CAN SUMMON
HELP!



I DON'T LIKE THIS, AT ALL.

NOT ONLY CAN'T I PICK UP ANY OF ONSLAUGHT'S THOUGHTS --

-- I CAN'T PICK UP ANY OF THE X-MEN'S EITHER! BUT I WOULD KNOW IF SCOTT WERE DEAD I'D KNOW IT FROM THE DEPTHS OF MY HEART

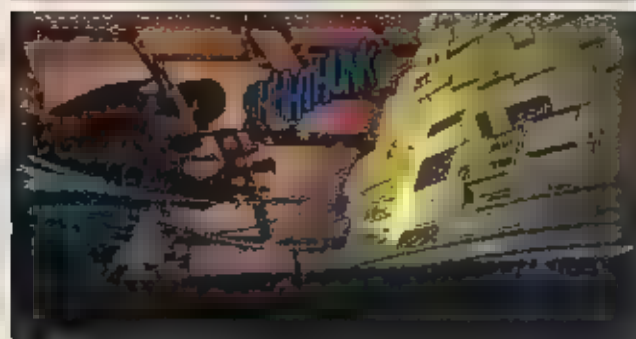


WHICH MEANS ONSLAUGHT'S PROBING HAS SOMEHOW NEGATED MY POWERS, AT LEAST TEMPORARILY



SO LET'S SEE WHAT HAPPENS WHEN I DUCK INTO THE PSI-SHIELDED Z'NOX CHAMBER --

WHERE HE CAN'T READ MY THOUGHTS EITHER



THE BATTLES THAT HAVE RACKED THIS BUILDING HAVE THROWN THE ENTIRE COMM-SYSTEM OUT OF WHACK!

BUT I STILL HAVE TO MAKE THE ATTEMPT TO MARSHAL THE REST OF THE FORCES



ALEXPI!

KURT?

SEAN?

CABLE... ANYONE?



WHY?

WHY
DOES IT
HAVE TO
END THIS
WAY?



WE
KNEW SO
LITTLE ABOUT THE
PSYCHIC DAMAGE THAT
WOULD RESULT
FROM

WAIT! I
SENSE...



...HE'S
HERE!



YOU?

OF
COURSE,
CHILD.

DID
YOU TRULY
BELIEVE, EVEN FOR
AN INSTANT, THAT YOU
WOULD ESCAPE THE SAME
FATE WHICH BEFELL
THE REST OF YOUR
TEAM?

I
DON'T
BELIEVE
YOU -- I CAN'T
BELIEVE
YOU.

IN MANY WAYS IT
WAS THE ULTIMATE
BETRAYAL...

AS THE MAN ON WHOSE
BELIEFS THE X-MEN WERE
FOUNDED

... SEEKS TO
EXTINGUISH
THEIR VERY
LIVES

BUT WHAT THE REATURE
KNOWN AS ONSLAUGHT
DISCOVERS IS THAT THEIR
SPIRIT IS NOT AS EASILY
DESTROYED

BUT
THE DREAM WILL
NEVER

YOU
MAY HAVE
KILLED THE
X-MEN

BRBAM!

BRRRZZATZ

.. DIEP

ON THE
CONTRARY JEAN
SUMMERS.

AT THAT
MOMENT

SAYS
YOU
BUB.

-- A SINGLE BEAM OF
CRIMSON PUNCTURES
THE CEILING.

WOLVERINE
EM--
CYCLOPE ?

THE
DREAM IS
DEAD.





AND COMPANY RED

BY THE GODDESS, JEAN YOU LIVE

BUT WHETHER THAT'S DUE TO US

OR BECAUSE THERE'S A PART OF PROFESSOR XAVIER STILL IN THERE --

- IS A QUESTION WE'LL HAVE TO ANSWER LATER

NO QUARTER ASKED FOR, X-MEN

... AND NONE GIVEN.

WE TAKE HIM HERE AND NOW, OR HE DOESN'T GET TAKEN!



IS IT
ME -- OR DOES
THIS ALL FEEL LIKE
SOME NIGHTMARE
VERSION OF A
DANGER ROOM
SCENARIO?

IT'S
YOU, MON
AM!

NONE
OF MY
NIGHTMARES
ARE DIS
BAD!

GET
ME IN LOW
AND FAST
SAMMY!

BUT
WHAT ABOUT THE
PROFESSOR?

WE'LL GET
CHUCK BACK, I
SWEAR

EVEN IF
I GOTTA PEEL
THIS ARMOR OFF
ONE LAYER AT A
TIME!

AND IF HE'S
NOT THERE,
LOGAN -- WHAT
THEN?

DID I TRAVEL ONE
HUNDRED YEARS INTO THE
PAST ONLY TO HAVE
FAILED...

ANNOY!

IN
PROTECTING
CHARLES XAVIER --
FROM
HIMSELF

THE MAN CALLED
BISHOP WAS NEVER
ONE GIVEN TO
SELF DOUBT.

EVEN BEFORE HE JOINED THE X'S.E.
A FUTURE VERSION OF THE X-MEN IN
A TIME FAR FROM NOW. HE
BELIEVED HEART AND SOUL IN THE
VISION OF THE LEGENDARY XAVIER.

THERE ARE NO WORDS
THEN TO DESCRIBE HOW
HE FEELS AS THE BODY OF
ONSLAUGHT EVENTUALLY
STOPS WRITHING --

... AS HIS FELLOW MUTANTS
ENDURE A MOMENT OF
UNSPEAKABLE HORROR AT
THE VERY REAL POSSIBILITY...

... THAT THEIR
TEACHER
THEIR FOUNDER...

... IS DEAD.

AT THEIR
HANDS

YOU
REALIZE, OF
COURSE THIS
IS ALL YOUR
FAULT.

EHP
BEHIND
JSP

BECAUSE
OF YOUR
FAILURE,
BISHOP

... EVERYONE
DIES!

ONE HUNDRED YEARS
FROM THIS MOMENT

THE X-MEN
WILL HAVE BEEN
MURDERED

BETRAYED BY
ONE OF THEIR
OWN

THAT'S WHAT
WOULD HAVE
HAPPENED.

IF NOT FOR THE
DETERMINATION
OF ONE MAN.

A MAN WHO IN
AN INSTANT

IN A SINGLE
ACT OF SELF-
SACRIFICE --

THROWS HIMSELF
BETWEEN THE FORCES
OF DESTINY... AND
REALITY



IM

POSSIBLE.

WILL
ENOUGH
PSIONIC

ENERGY
TO STOP

A
THOUSAND
MUTANTS.

YET...
YOU
LIVE?

AS
JEAN
SAID...



DREAM

NEVER

DIE

WHAM

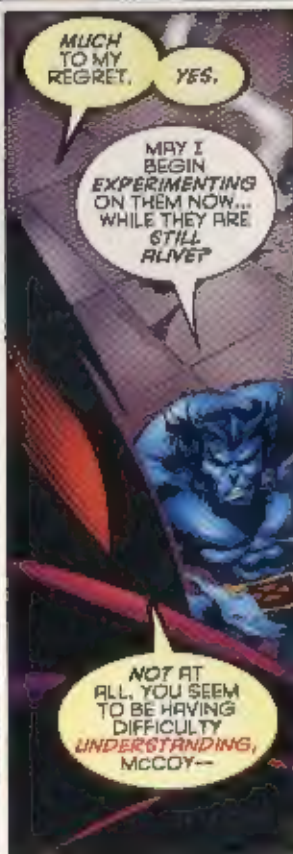


ANOTHER
TIME AND
PLACE...

"... I WOULD
HAVE
BEEN..."

"... PROUD.

YOU
REALIZE,
THOUGH, THEY'D
NEVER JOIN
YOU?



MUCH
TO MY
REGRET,

YES.

MAY I
BEGIN
EXPERIMENTING
ON THEM NOW...
WHILE THEY ARE
STILL
ALIVE?

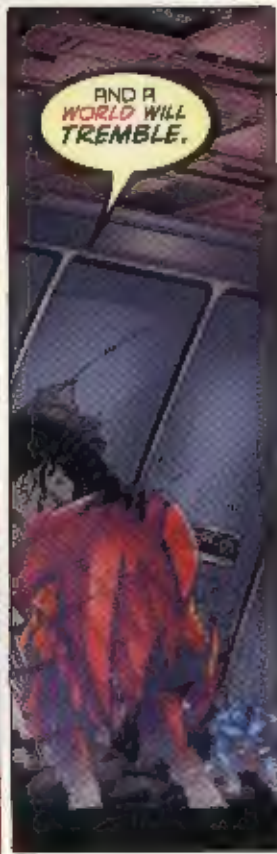
NOT AT
ALL. YOU SEEM
TO BE HAVING
DIFFICULTY
UNDERSTANDING,
MCCOY—



-- THAT
MY PLANS FOR
THIS WORLD GO
FAR, FAR BEYOND
THE X-MEN.

SOON,
EVERY LIVING
CREATURE ON
EARTH...

"... SHALL
BEHOLD MY
MIGHTY
HAND.



AND A
WORLD WILL
TREMBLE.





THE RECENT
CEREBRO APPLICATIONS
INDICATED A PREOCCUPATION
WITH THE YOUNG MUTANT
CALLED X-MAN.

BUT
THERE WAS
SOMETHING
MORE.

SOMETHING
IN THE TEXT OF THE
FILES. THEY SEEMED LESS
LIKE THEY BELONGED TO
THE PROFESSOR... AND
MORE AS IF THEY WERE...
MAGNETO'S?



IT'S FUNNY
WHEN WE WERE
CHECKIN' THE READY
ROOM, AND SAW ALL
THOSE FILES ON
FRANKLIN
RICHARDS --

-- WOLVERINE
MADE MENTION
OF ONSLAUGHT'S
RESEMBLANCE TO
MAGNETO, AND THE
THING WENT
BANANAS.

IF
MAGNETO
IS STILL ALIVE,
IS IT POSSIBLE HE'S
SOMEHOW EXERTIN'
HIS MIND OVER
XAVIER'S?



UNLIKELY --

-- BUT
AT THIS
JUNCTURE, WE
HAVE TO ASSUME
ANYTHING IS
POSSIBLE.

INCLUDING
THE VERY REAL
POSSIBILITY THAT
THIS MAY BE THE
ENTIRE REASON WE
WERE BROUGHT
TOGETHER IN THE
FIRST PLACE.

WHAT
ARE YOU
SAYING,
SCOTT?

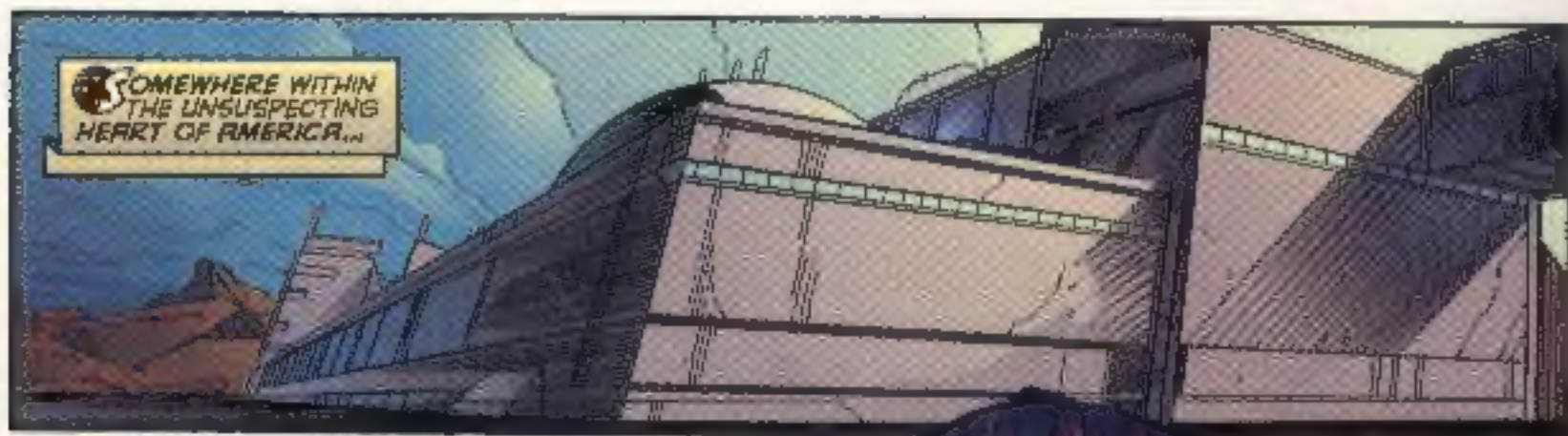


THE
PROFESSOR
FIRST GATHERED
US HERE TO LEARN
ABOUT OUR
POWERS,
TRUE.

BUT ALSO
TO PROTECT THE
WORLD FROM THE
THREAT OF MUTANTS
WHO COULD NOT OR
WOULD NOT CONTROL
THEIR GENETIC
ABILITIES.

WHEN
NEXT WE MEET
ONSLAUGHT, WE
MUST BE PREPARED
TO ACCEPT THAT
IN ORDER TO
STOP HIM...

... WE
MAY BE
FORCED TO KILL
PROFESSOR
XAVIER.



SOMEWHERE WITHIN
THE UNSUSPECTING
HEART OF AMERICA...



WHAT
DO YOU
THINK,
TIM...

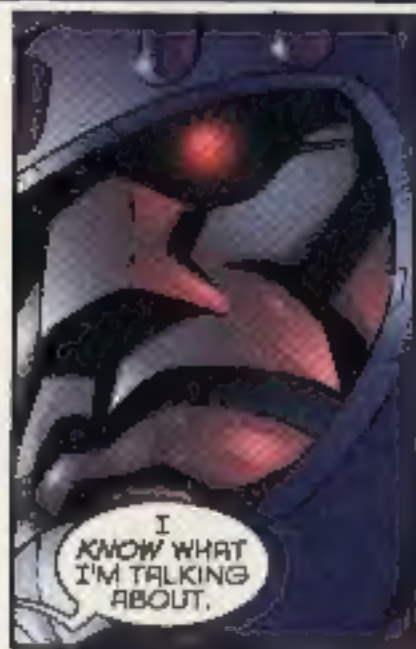
...WE'LL
EVER HAVE
TO ACTUALLY
USE THESE
MUTANT-
HUNTING
ROBOTS?

Nah.

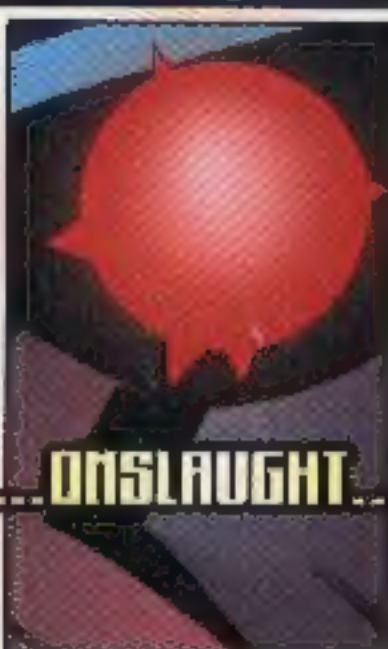
SEE, JOE,
SENTINELS
ARE KINDA
LIKE NUCLEAR
BOMBS.

JUST
HAVIN' THEM
AROUND IS ENOUGH
TO KEEP MUTANTS
IN LINE.

TRUST
ME.



I
KNOW WHAT
I'M TALKING
ABOUT.



ONSLAUGHT



TO BE CONTINUED
EVERYWHERE